

**GENERAL DURABLE POWER OF ATTORNEY**

STATE OF MISSISSIPPI

COUNTY OF DESOTO

KNOW ALL MEN BY THESE PRESENTS:

That I, Mamie W. White, of 4481 Bluff Road, Hernando, Mississippi, 38632, being of sound mind and memory, do hereby make, constitute and appoint my daughter, Ruth Anne Ferguson, of 6234 Nesbit Road, Lake Cormorant, Mississippi, 38641, as my true and lawful agent and attorney in fact (hereinafter called "my agent"), or if my agent shall be unwilling or unable to act in such capacity, I appoint Ronald C. White as successor agent and attorney in fact. The acting agent shall have full power and authority to act for me, individually, and in my name, place and stead, with reference to the transaction of any and all business, do any and all things, exercise any discretion, and execute and deliver any and all conveyances and other documents, in or about or with respect to any and all matters and things concerning me or my property, real or personal or mixed, or affairs, as fully and completely as I might lawfully do if present and acting in person with full power of substitution or revocation, and to have all powers and rights that I now possess with respect to all of my property.

Without intending in any manner to limit the foregoing powers granted to my agent, but intending to expand or enlarge upon the same, I specifically authorize and empower my agent, individually, to:

1. Forgive, request, demand, sue for, collect, receive, hold, purchase, invest and re-invest in, transfer, sell, convey, pledge all sums of money, dues, commercial paper, checks, drafts, deposits, legacies, bequests, devises, notes, interests, stock certificates, bonds (including "Flower Bonds"), dividends, certificates of deposit, annuities (private and public), pension, profit sharing, retirement, social security, disability, insurance and other contractual benefits and proceeds, all documents of title, all property, real or personal, intangible and tangible property and property rights, and demands whatsoever, liquidated, now or hereafter owned by me, or due, owing, payable or belonging to me or in which I have or may hereafter acquire an interest;
2. Make, execute and deliver, in my name and on my behalf, for any consideration whatsoever, for cash or on a deferred payment plan, instruments of conveyance covering real, personal or mixed properties owned or claimed by me, wherever situated, containing such terms, covenants and conditions deemed necessary or advisable by my agent;
3. Manage, maintain, repair, improve, invest, insure, rent, lease, encumber, and in any manner deal with any real or personal property owned by me, tangible or intangible,

Ruth Ferguson

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or any interest therein, that I now own or may hereafter acquire, in my name or for my benefit, enter into any lease agreement or contract for sale or repair of said property with the right to collect all rents or other funds which may be due from said property or properties, including, but not limited to, the execution of oil, gas and mineral leases, related contracts, agreements and division orders and the collection of rents, bonuses and royalties on same, all upon such terms and conditions as my agent shall deem proper;

4. Receive, receipt for, deposit, withdraw and execute, and endorse checks and drafts thereon, in my name and on my behalf, from any bank or any other financial institution, or any investment or brokerage firm or credit union, funds, owned or claimed by me and which are on deposit in my name, including, but not limited to, negotiating certificates of deposit in my name in banks, savings and loan associations and other institutions and the execution of any papers or documents with the Federal Social Security Administration and/or any other governmental agency, county, state or federal; and to receive and receipt for every sum of money which is now or hereafter shall be due or belonging to me;
5. Have access at any time to any safe deposit box rented by me, wheresoever located, and open, enter into and remove, in my name and on my behalf, from any safe deposit box registered in my name, or jointly in my name, located in any bank or any other financial institution, all or any part of the property or contents contained therein, with the further right and power, in my name and on my behalf to sell or otherwise dispose of such property, and to surrender or relinquish said safe deposit box. Any institution in which any such box may be located shall not incur any liability to me or my estate as a result of permitting my agent to exercise this power;
6. Execute, in my name and on my behalf, such contracts or other assurances as may be requested or required by any bank or other institution or individual when carrying out the powers granted herein; and prepare, execute and file in my name joint or separate federal and state tax returns, declarations of estimated tax for any year or years and related forms on my behalf and make any tax or related elections related thereto deemed necessary by my agent, including, but not limited to, federal gift tax returns on my behalf; to consent to any gift and to utilize any gift splitting provisions or other tax elections, including the authority to disclaim any assets otherwise passing to me; and to prepare, execute and file any claims for refund of any tax; and to transfer or convey any assets on a "net gift" basis if deemed advisable by my agent;
7. Acquire, purchase, exchange, gift, buy or sell options to buy or sell and convey real or personal property, tangible or intangible, or any interest therein, on such terms and conditions as my agent shall deem proper. Execute and deliver, in my name and on my behalf, conveyances of real or personal property including, but not limited to, my homestead, for any consideration or gifts to my husband, children and/or their issue,

without consideration of any such real or personal property owned by me at any time, including the execution of promissory notes and deeds of trust and including instruments necessary to purchase real or personal property in my name, as well as the execution or release of such deeds of trust or other security agreements as may be necessary or proper in the exercise of the rights and powers herein granted; provided that any gifts so made to my agent named herein shall be limited to the amount of annual gifts allowed under the per donee exclusion for gifts under the applicable provisions of the Internal Revenue Code in effect at the date of such gift(s);

8. Execute in my name and on my behalf such medical insurance forms, including, but not limited to, Medicare and Medicaid claim forms, and other medical, hospitalization or health insurance forms as may be requested or required on my behalf, including admittance and release forms;
9. Operate any business or corporation on my behalf in the same capacity as I would have with the same powers and authority possessed by me at that time, including, but not limited to, exercising stock options and voting all of my shares of stock in said corporation or corporations without the necessity of a proxy and the right to appoint proxies therefor, and possessing all powers that I possess as granted to me by the bylaws of said corporation or corporations, to incorporate, reorganize, merge, consolidate, recapitalize, sell, liquidate or dissolve any business; elect or employ officers, directors and agents; carry out the provisions of any agreement for the sale of any business interest or the stock therein;
10. Commence, prosecute, discontinue or defend all actions or other legal proceedings or remedies touching my affairs or estate or any part thereof as may be deemed necessary by my agent; and to adjust, sell, compromise, settle, and agree for the same, and to execute and deliver for me, on my behalf, and in my name, all endorsements, releases, receipts, or other sufficient discharges for the same;
11. Borrow any sum or sums of money on such terms and with security, whether real or personal property, as my agent may deem necessary, and to execute all promissory notes, deeds of trust and other instruments which may prove necessary or proper; to borrow against margin accounts on stock and other investments and pledge assets therefor;
12. Engage, employ and dismiss any agents, servants, advisors, including accountants, attorneys or other persons in and about the performance of these duties as my agent shall deem necessary and grant such persons discretionary powers;
13. Exercise in my behalf any right of amendment or revocation of any trust or other instrument and to execute and deliver all documents required to evidence same and to fund or complete the funding of any trust executed by me on my behalf;

14. Receive and receipt for any distribution from any trust under which I am the beneficiary and to withdraw on my behalf any funds or assets held in any trust operating for my benefit, by assignment, conveyance or otherwise;
15. Hold, purchase or invest in my name in "wasting assets" such as life estates or life interests in property and "unproductive assets" such as remainder interests in property if deemed advisable by my agent;
16. This instrument is to be construed and interpreted as a general durable power of attorney, with, but not limited to, the full power in my agent to make gifts on my behalf to my spouse, children and/or their issue, subject to the provisions of Paragraph 7 herein. The enumeration of specific powers herein is not intended to, nor does it, limit or restrict the general powers herein granted to my agent. This instrument is executed and delivered in the State of Mississippi, and the laws of the State of Mississippi shall govern all questions as to the validity of this power and the construction of its provisions;
17. Third parties may rely upon the representations of the agent as to all matters relating to any power granted to my agent hereunder, and no person who may act in reliance upon the representations of the agent or the authority granted to my agent shall incur any liability to Mamie W. White or her estate as result of permitting the agent to exercise any power.

I direct that the above-related powers and authority of my agent shall be exercisable and effective regardless of the fact that I may be mentally or physically incapacitated or incapable of understanding or unable to express myself or act in my own behalf at the time of any action on my behalf by said agent. Such incapacity, whether mental or physical, that I may exhibit shall not in any way interfere with the authority of my agent to act fully on my behalf according to the terms hereof. In other words, this Power of Attorney shall not be affected by the subsequent disability, incompetence or incapacity of Mamie W. White, or lapse of time.

And I do hereby undertake to ratify and confirm the acts heretofore performed and to be hereinafter performed by my agent, acting in my name and on my behalf.

IN WITNESS WHEREOF, I have executed this General Durable Power of Attorney consisting of five (5) pages this the 1 day of September, 2003.

**WITNESSES:**

Nettie J. Robinson

Mamie W. White  
MAMIE W. WHITE

Joann Duncan

ATTESTATION

The hereinafter named Witnesses, each declare under penalty of perjury under the laws of the State of Mississippi that Mamie W. White is personally known to us, that she signed and acknowledged this durable power of attorney in our presence, that Mamie W. White appears to be of sound mind and under no duress, fraud or undue influence, that we are not the person appointed as attorney-in-fact by this document, and that we are not related to the principal by blood, marriage or adoption, and to the best of our knowledge, are not entitled to any part of the estate of Mamie W. White upon the death of Mamie W. White under a will now existing or by operation of law.

## WITNESSES:

Rebecca J. Robinson of 5245 Ridgely Dr.  
Horw Lake, MS 38637

John Duncan of 4170 Red Oak Dr.  
Horw Lake, MS 38637

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STATE OF MISSISSIPPI

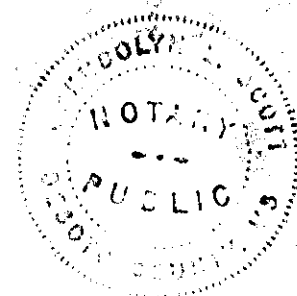
COUNTY OF DESOTO

PERSONALLY appeared before me this day, the undersigned authority in and for said county and state, on this 12<sup>th</sup> day of September, 2003, within my jurisdiction, the within named Mamie W. White personally known to me or proved to me by satisfactory evidence to be Mamie W. White, who, acknowledged before me that she executed the foregoing General Durable Power of Attorney which consists of five (5) pages on the day and year therein mentioned. I declare under the penalty of perjury that the person whose name is subscribed to this instrument appears to be of sound mind and under no duress, fraud or undue influence.

Dwendlyn D. Scott  
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: Feb 5, 2007  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



Robert Mims  
109 Quiet Valley Cove  
Oxford, Miss. 38600

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662-234-4279